

EXHIBIT J

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO SECTION 13A-16 OR 15D-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of September 2022

Commission File Number: 001-41072

Iris Energy Limited

(Translation of registrant's name into English)

**Level 12, 44 Market Street
Sydney, NSW 2000 Australia
+61 2 7906 8301**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

1456
EXPLANATORY NOTE

On September 13, 2022, Iris Energy Limited (the “Company”) released information regarding its financial results for the full year ended June 30, 2022. Copies of the Company’s press release and management presentation are furnished hereto as Exhibits 99.1 and 99.2, respectively.

EXHIBIT INDEX

Exhibit No.	Description
<u>99.1</u>	Press Release of Iris Energy Limited, dated September 13, 2022
<u>99.2</u>	Management Presentation, dated September 13, 2022

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Iris Energy Limited

Date: September 13, 2022

By: /s/ Daniel Roberts

Daniel Roberts

Co-Chief Executive Officer and Director



Iris Energy Reports Record Full Year FY22 Results

Key Highlights

- Record revenue of \$59.0 million (+647% YoY)
- Record Adjusted EBITDA of \$26.2 million (+1,791% YoY)¹
- Record Adjusted EBITDA Margin of 44% (+144% YoY)²
- Record cash flow from operations of \$21.6 million (+1,124% YoY)
- Record average operating hashrate of 747 PH/s (+611% YoY) and 1,398 Bitcoin mined (+422% YoY) from 100% renewable energy powered operations since inception³
- \$110.0 million cash and cash equivalents as of June 30, 2022 and no corporate debt⁴
- Post financial year end:
 - Agreement reached with Bitmain to ship an additional 1.7 EH/s of miners, increasing total expected Company operating capacity from 4.3 EH/s to 6.0 EH/s
 - 1.5 EH/s (50MW) at Mackenzie (BC, Canada) energized ahead of schedule
 - 1.4 EH/s (50MW) at Prince George (BC, Canada) on track for September 2022
 - Company operating capacity guidance increased from 4.3 EH/s to 4.7 EH/s by the end of Q4 2022
 - Initial 40MW planned at Childress (Texas, USA) to reach 6.0 EH/s

SYDNEY, AUSTRALIA, September 13, 2022 (GLOBE NEWSWIRE) -- Iris Energy Limited (NASDAQ: IREN) ("Iris Energy" or "the Company"), a leading owner and operator of institutional-grade, highly efficient Bitcoin mining data centers powered by 100% renewable energy, today reported its financial results for the full year ended June 30, 2022. All \$ amounts are in United States Dollars ("USD") unless otherwise stated.

"We are pleased to report record financial and operating results as part of our inaugural full year report as a listed company," said Daniel Roberts, Co-Founder and Co-Chief Executive Officer of Iris Energy.

"FY22 was a transformational year for Iris Energy where we continued to deliver on our plan to significantly expand our operations beyond our first site in Canal Flats (BC, Canada) that has been operating since 2019. Our average operating hashrate increased by 611% during the period (from 0.1 EH/s to 0.7 EH/s), and our operating capacity is expected to be 3.7 EH/s by the end of September 2022 across three operating sites in BC, Canada."

"Our proprietary data centers continue to lead the market in terms of efficiency, with Iris Energy mining 16% more Bitcoin per EH/s compared to the peer average⁵. Further, our strategy of selling our mined Bitcoin daily has allowed us to achieve a 75% higher average realized price per Bitcoin for fiscal year 2022 compared to the average Bitcoin price in June 2022⁶. These factors helped grow our revenue by 647% to \$59.0 million and operating cash flows by 1,124% to \$21.6 million."

Daniel Roberts concluded, "Looking forward, the recent volatility in the Bitcoin price and related industry challenges reaffirms our confidence in our long-term, vertically integrated strategy. We remain focused on building a multi-decade, institutional grade, infrastructure platform while maintaining balance sheet discipline."

¹ Adjusted EBITDA is a non-IFRS measure. See page 6 for reconciliation to net profit/(loss) after income tax expense, the nearest IFRS measure.

² Adjusted EBITDA Margin is a non-IFRS measure. See page 6 for reconciliation to net profit/(loss) after income tax expense, the nearest IFRS measure.

³ Currently approximately 97% directly from renewable energy sources; approximately 3% from purchase of RECs.

⁴ Existing equipment financing is limited recourse financing within wholly owned subsidiaries of the Company.

⁵ Calculated as the average of monthly Bitcoin mined per EH/s between January 1, 2022 and August 31, 2022 with reference to peer public disclosures. Peer group comprises Bitfarms, Core Scientific, Hut 8, Riot Blockchain, Argo Blockchain, Marathon Digital, Hive Blockchain, Cleanspark and Greenidge.

⁶ Iris Energy FY22 (July 1, 2021 – June 30, 2022) average realized Bitcoin price of \$42,216 compared to average June 2022 Bitcoin price of \$24,182 (calculated using Nasdaq data feed).



"I am proud of what Iris Energy has accomplished over the last 12 months," said Lindsay Ward, Iris Energy's President. "Our team's extensive in-house construction management and operational expertise has allowed us to efficiently and rapidly expand our operating footprint across North America ahead of schedule. By calendar year end, we anticipate having 4.7 EH/s of our 6.0 EH/s of operating capacity energized."

Full Year FY22 Results

Iris Energy generated record revenue during the period (\$59.0 million vs. \$7.9 million in the prior period), attributable to the increase in the Company's average operating hashrate and a higher average realized price per Bitcoin (despite an increase in the global hashrate).

Notwithstanding an increase in electricity and other site costs during the period (\$15.6 million vs. \$2.9 million in the prior period), as well as an increase in the global hashrate and lower transaction fees, the Company's average electricity costs per Bitcoin mined reduced (\$7,850 vs. \$9,888 in the prior year), primarily as a result of materially improved power efficiency of our mining fleet (driven by ongoing installation of new generation miners).

Other corporate expenses, excluding foreign exchange gains and losses, one-off expenses, depreciation and amortization and shared-based compensation expense, increased during the period (\$17.2 million vs. \$3.7 million in the prior period), primarily attributable to higher headcount to support our data center build out and commencement of operations across North America, as well as related insurance costs.

The Company generated record Adjusted EBITDA¹ (\$26.2 million vs. \$1.4 million in the prior period) and Adjusted EBITDA Margin² (44% vs. 18% in the prior period) during the period, demonstrating the attractive operating leverage within the business (i.e. higher average revenue and lower average electricity costs per Bitcoin mined as compared to the prior period, partially offset by higher corporate costs).

Cash flow from operations was \$21.6 million for the period (vs. \$1.8 million in the prior period), primarily attributable to the increase in the Company's average operating hashrate and a higher average realized price per Bitcoin (despite an increase in the global hashrate).

Net Loss After Tax for the period was \$419.8 million for the period (vs. Net Loss After Tax of \$60.4 million in the prior period), primarily attributable to a one-off non-cash mark-to-market of convertible instruments converted into equity at IPO (\$418.7 million impact during the period).

Cash and cash equivalents as of June 30, 2022 was \$110.0 million, with no corporate debt held by the Company on its balance sheet⁷.

Operational and Corporate Highlights

For the latest detailed updates on our construction and hashrate deployment progress, please refer to our monthly investor updates at <https://investors.irisenergy.co/news-releases>.

- Key corporate milestones achieved during the financial year:
 - o Completed successful \$232 million Nasdaq IPO led by J.P. Morgan, Canaccord Genuity and Citigroup
 - o Executed 600MW connection agreement with AEP Texas
 - o Secured \$71 million equipment financing facility with NYDIG
 - o Canal Flats (BC, Canada) – achieved record average operating hashrate of 873 PH/s in May 2022, exceeding previously announced site capacity of 0.7 EH/s
 - o Welcomed key new hires, including Lindsay Ward (President), Mike Alfred (Non-Executive Director), Belinda Nucifora (Chief Financial Officer) and David Shaw (Chief Operating Officer)

⁷ Existing equipment financing (\$109.4 million as of June 30, 2022) is limited recourse financing within wholly owned subsidiaries of the Company.



- Post financial year end:
 - Agreement reached with Bitmain to ship an additional 1.7 EH/s of S19j Pro miners, increasing expected operating capacity from 4.3 EH/s to 6.0 EH/s (\$46.7 million of the previous \$130 million of payments made to Bitmain, along with an additional payment of \$5.9 million of cash on hand, utilized as payment for the additional 1.7 EH/s of miners⁸)
 - Expansion of operating capacity across multiple sites:
 - Mackenzie (BC, Canada) – 1.5 EH/s (50MW) energized ahead of schedule; site operating capacity expected to increase from 2.1 EH/s to 2.5 EH/s by the end of Q4 2022⁹
 - Prince George (BC, Canada) – 1.4 EH/s (50MW) on track for energization in September 2022 (commissioning activities underway)
 - Company operating capacity guidance increased from 4.3 EH/s to 4.7 EH/s by the end of Q4 2022
 - Childress (Texas, USA) – initial 40MW currently planned for deployment of the remaining 1.3 EH/s of miners to reach total expected Company operating capacity of 6.0 EH/s in 2023

Webcast and Conference Details

A live webcast of the earnings conference call, along with the associated presentation, may be accessed at <https://investors.irisenergy.co/events-and-presentations> and will be available for replay for one year.

Date: Tuesday, September 13, 2022

Time: 5:00 p.m. USA Eastern Time (2:00 p.m. Pacific Time or 7:00 a.m. Australian Eastern Standard Time)

Participant

Live Webcast

Phone Dial-In with Live Q&A

Registration Link

[Use this link](#)

[Use this link](#)

Please note, participants joining the conference call via the phone dial-in option will receive their dial-in number, passcode and PIN following registration using the link above. It would be appreciated if all callers could dial in approximately 5 minutes prior to the scheduled start time.

There will be a Q&A session after the Company delivers its FY22 financial results. Those dialling in via phone can elect to ask a question via the moderator. Participants on the live webcast have the ability to pre-submit a question upon registering to join the webcast or can submit a question during the live webcast.

⁸ Utilization of the remaining \$83.3 million of payments in respect of additional contracted miners above 6.0 EH/s continue to be subject to ongoing discussions with Bitmain. The Company has not made all recent scheduled payments under the separate \$400 million hardware purchase contract and does not currently expect to make upcoming scheduled payments in respect of future deliveries. The timing and volume of any additional future deliveries under that contract (including utilization of the remaining \$83.3 million of payments) is subject to ongoing discussions with Bitmain. The Company can make no assurances as to the outcome of these discussions, including the impact on timing of any future deliveries or payments made under that contract.

⁹ Operating capacity with respect to the final 30MW phase of Mackenzie is expected to increase from 0.6 EH/s to 1.0 EH/s to support 0.4 EH/s of the recently announced 1.7 EH/s of additional Bitmain S19j Pro miners.



About Iris Energy

Iris Energy is a sustainable Bitcoin mining company that supports the decarbonization of energy markets and the global Bitcoin network.

- 100% renewables: Iris Energy targets markets with low-cost, under-utilized renewable energy, and where the Company can support local communities
- Long-term security over infrastructure, land and power supply: Iris Energy builds, owns and operates its electrical infrastructure and proprietary data centers, providing long-term security and operational control over its assets
- Seasoned management team: Iris Energy's team has an impressive track record of success across energy, infrastructure, renewables, finance, digital assets and data centers with cumulative experience in delivering >\$25bn in energy and infrastructure projects globally

Forward-Looking Statements

This press release includes "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements generally relate to future events or Iris Energy's future financial or operating performance. For example, forward-looking statements include but are not limited to the expected increase in the Company's power capacity and operating capacity, the Company's business plan, the Company's capital raising plans, the Company's anticipated capital expenditures and additional borrowings, the impact of discussions with Bitmain regarding the Company's hardware purchase contract for additional miners, and the expected schedule for hardware deliveries and for commencing and/or expanding operations at the Company's sites. In some cases, you can identify forward-looking statements by terminology such as "anticipate," "believe," "may," "can," "should," "could," "might," "plan," "possible," "project," "strive," "budget," "forecast," "expect," "intend," "target," "will," "estimate," "predict," "potential," "continue," "scheduled" or the negatives of these terms or variations of them or similar terminology, but the absence of these words does not mean that statement is not forward-looking. Such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward looking statements. In addition, any statements or information that refer to expectations, beliefs, plans, projections, objectives, performance or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking.

These forward-looking statements are based on management's current expectations and beliefs. These statements are neither promises nor guarantees, but involve known and unknown risks, uncertainties and other important factors that may cause Iris Energy's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements, including, but not limited to: Iris Energy's limited operating history with operating losses; electricity outage, limitation of electricity supply or increase in electricity costs; long term outage or limitation of the internet connection at Iris Energy's sites; any critical failure of key electrical or data center equipment; serial defects or underperformance with respect to Iris Energy's equipment; failure of suppliers to perform under the relevant supply contracts for equipment that has already been procured which may delay Iris Energy's expansion plans; supply chain and logistics issues for Iris Energy or Iris Energy's suppliers; cancellation or withdrawal of required operating and other permits and licenses; customary risks in developing greenfield infrastructure projects; Iris Energy's evolving business model and strategy; Iris Energy's ability to successfully manage its growth; Iris Energy's ability to raise additional financing (whether because of the conditions of the markets, Iris Energy's financial condition or otherwise) on a timely basis, or at all, which could adversely impact the Company's ability to meet its capital commitments (including payments due under its hardware purchase contracts with Bitmain) and the Company's growth plans; Iris Energy's failure to make certain payments due under any one of its hardware purchase contracts with Bitmain on a timely basis could result in liquidated damages, claims for specific performance or other claims against Iris Energy, any of which could result in a loss of all or a portion of any prepayments or deposits made under the relevant contract or other liabilities in respect of the relevant contract, and could also result in Iris Energy not receiving certain discounts under the relevant contract or receiving the relevant hardware at all, any of which could adversely impact its business, operating expansion plans, financial condition, cash flows and results of operations; the terms of any additional financing, which could be less favorable or require Iris Energy to comply with more onerous covenants or restrictions, any of which could restrict its business operations and adversely impact its financial condition, cash flows and results of operations; competition; Bitcoin prices, which could adversely impact its financial condition, cash flows and results of operations, as well as its ability to raise additional financing; risks related to health pandemics including those of COVID-19; changes in regulation of digital assets; and other important factors discussed under the caption "Risk Factors" in Iris Energy's annual report on Form 20-F filed with the SEC on September 13, 2022, as such factors may be updated from time to time in its other filings with the SEC, accessible on the SEC's website at www.sec.gov and the Investor Relations section of Iris Energy's website at <https://investors.irisenergy.co>.



These and other important factors could cause actual results to differ materially from those indicated by the forward-looking statements made in this press release. Any forward-looking statement that Iris Energy makes in this press release speaks only as of the date of such statement. Except as required by law, Iris Energy disclaims any obligation to update or revise, or to publicly announce any update or revision to, any of the forward-looking statements, whether as a result of new information, future events or otherwise.

Non-IFRS Financial Measures

This release includes non-IFRS financial measures, including Adjusted EBITDA and Adjusted EBITDA Margin. We provide Adjusted EBITDA and Adjusted EBITDA Margin in addition to, and not as a substitute for, measures of financial performance prepared in accordance with IFRS. There are a number of limitations related to the use of Adjusted EBITDA and Adjusted EBITDA Margin. For example, other companies, including companies in our industry, may calculate Adjusted EBITDA and Adjusted EBITDA Margin differently. The Company believes that these measures are important and supplement discussions and analysis of its results of operations and enhances an understanding of its operating performance.

The Group uses EBITDA and Adjusted EBITDA as a metric that is useful for assessing its operating performance before the impact of non-cash and other items.

EBITDA is net profit or (loss) from operations, as reported in profit and loss, before finance income and expense, tax and depreciation and amortization.

Adjusted EBITDA is EBITDA adjusted for removing certain non-cash and other items, including share-based payment expenses, foreign currency gains/(losses) and one-time transactions. See below for a reconciliation to net profit/(loss) after income tax expense, the nearest applicable IFRS measure, for the periods presented.



Adjusted EBITDA Reconciliation (USD'000)	Year ended June 30, 2022	Year ended June 30, 2022
Bitcoin mining revenue	59,037	7,898
Electricity and other site costs ¹	(15,583)	(2,855)
Other corporate costs	(17,225)	(3,657)
Adjusted EBITDA	26,229	1,386
Adjusted EBITDA Margin	44%	18%
Reconciliation to consolidated statement of profit or loss		
Add/(deduct):		
Other income	12	590
Foreign exchange gains	8,009	2,542
Share-based payments – founders ²	(11,442)	(141)
Share-based payments – other ³	(2,454)	(664)
Other expense items ⁴	(4,297)	(443)
EBITDA	16,057	3,270
Fair value loss and interest expense on hybrid financial instruments ⁵	(418,726)	(60,656)
Other finance expense	(6,715)	(519)
Interest income	79	6
Depreciation	(7,741)	(1,252)
Loss before income tax expense	(417,046)	(59,151)
Income tax expense	(2,724)	(1,239)
Loss after income tax expense	(419,770)	(60,390)

1) Electricity and other site costs includes electricity charges, site employee benefits, repairs and maintenance and site utilities.

2) Share-based payments expense includes expenses recorded on Founder options, including (1) Founder price target options (Executive Director Liquidity and Price Target Options) that vested on IPO during the quarter ended December 31, 2021. No further expense will be recorded in relation to these price target options. (2) Founder long-term options (Executive Director Long-term Target Options) which were granted in September 2021 in connection with the IPO. These long-term options are currently "out of the money" with an exercise price of \$75 and initial share price vesting conditions of \$370, \$650, \$925 and \$1,850 for each tranche granted. See note 31 of the consolidated financial statements for further information.

3) Share-based payments expense includes expense recorded in relation to incentives issued under the Employee Share Plans, Employee Option Plan and Non-Executive Director Option Plan.

4) Other expense items includes expenses incurred relating to the IPO and the exploration of multiple financing options that did not proceed due to current market conditions and available financing terms.

5) Includes fair value losses recorded on SAFE, convertible notes and associated embedded derivatives that were converted into ordinary shares upon the Group's listing on the Nasdaq. The net fair value losses recorded on these instruments represents the movement in the share price from date of issuance of these instruments to the IPO listing price of \$28. All of these instruments converted to ordinary shares on November 16, 2021, the associated fair value gains/(losses) are non-cash movements and do not impact the cash position of the Group. See note 8 of the consolidated financial statements for further information.

The Group uses EBITDA and Adjusted EBITDA as a metric that is useful for assessing its operating performance before the impact of non-cash and other items. EBITDA is net profit or (loss) from operations, as reported in profit and loss, before finance income and expense, tax and depreciation and amortization. Adjusted EBITDA is EBITDA adjusted for removing certain non-cash and other items, including share-based payment expenses, foreign currency gains/(losses) and one-time transactions.

**Contacts****Media**

Jon Snowball

Domestique

+61 477 946 068

Investors

Bom Shin

Iris Energy

+61 411 376 332

bom.shin@irisenergy.co

To keep updated on Iris Energy's news releases and SEC filings, please subscribe to email alerts at <https://investors.irisenergy.co/ir-resources/email-alerts>.



FY22 and Q4 FY22 Results

SEPTEMBER 2022 |

Disclaimer

Forward-Looking Statements

This presentation includes "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements generally relate to future events or Iris Energy's future financial or operating performance. For example, forward-looking statements include but are not limited to the Company's business strategy, expected operational and financial results and expected increase in power capacity and hashrate. In some cases, you can identify forward-looking statements by terminology such as "anticipate," "believe," "may," "can," "should," "could," "might," "plan," "possible," "project," "strive," "budget," "forecast," "expect," "intend," "target," "will," "estimate," "predict," "potential," "continue," "scheduled" or the negatives of these terms or variations of them or similar terminology, but the absence of these words does not mean that statement is not forward-looking. Such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward looking statements. In addition, any statements or information that refer to expectations, beliefs, plans, projections, objectives, performance or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking.

These forward-looking statements are based on management's current expectations and beliefs. These statements are neither promises nor guarantees, but involve known and unknown risks, uncertainties and other important factors that may cause Iris Energy's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements, including, but not limited to: Iris Energy's limited operating history with operating losses; electricity outage, limitation of electricity supply or increase in electricity costs; long term outage or limitation of the internet connection at Iris Energy's sites; any critical failure of key electrical or data center equipment; serial defects or underperformance with respect to Iris Energy's equipment; failure of suppliers to perform under the relevant supply contracts for equipment that has already been procured which may delay Iris Energy's expansion plans; supply chain and logistics issues for Iris Energy or Iris Energy's suppliers; cancellation or withdrawal of required operating and other permits and licenses; customary risks in developing greenfield infrastructure projects; Iris Energy's evolving business model and strategy; Iris Energy's ability to successfully manage its growth; Iris Energy's ability to raise additional financing (whether because of the conditions of the markets, Iris Energy's financial condition or otherwise) on a timely basis, or at all, which could adversely impact the Company's ability to meet its capital commitments (including payments due under its hardware purchase contracts with Bitmain) and the Company's growth plans; Iris Energy's failure to make certain payments due under any one of its hardware purchase contracts with Bitmain on a timely basis could result in liquidated damages, claims for specific performance or other claims against Iris Energy, any of which could result in a loss of all or a portion of any prepayments or deposits made under the relevant contract or other liabilities in respect of the relevant contract, and could also result in Iris Energy not receiving certain discounts under the relevant contract or receiving the relevant hardware at all, any of which could adversely impact its business, operating expansion plans, financial condition, cash flows and results of operations; the terms of any additional financing, which could be less favorable or require Iris Energy to comply with more onerous covenants or restrictions, any of which could restrict its business operations and adversely impact its financial condition, cash flows and results of operations; competition; Bitcoin prices, which could adversely impact its financial condition, cash flows and results of operations, as well as its ability to raise additional financing; risks related to health pandemics including those of COVID-19; changes in regulation of digital assets; and other important factors discussed under the caption "Risk Factors" in Iris Energy's annual report on Form 20-F filed with the SEC on September 13, 2022, as such factors may be updated from time to time in its other filings with the SEC, accessible on the SEC's website at www.sec.gov and the Investor Relations section of Iris Energy's website at <https://investors.irisenenergy.co>.

These and other important factors could cause actual results to differ materially from those the forward-looking statements made in this presentation.

The information in this presentation is only effective as of the date given, September 13, 2022, and will be updated or affirmed unless and until Iris Energy publicly announces updated or affirmed information or reference of this deck following September 13, 2022, does not constitute an affirming information. Except as required by law, Iris Energy disclaims any obligation to update or to publicly announce any update or revision to, any of the forward-looking statements, result of new information, future events or otherwise.

Non-IFRS Financial Measures

This presentation includes non-IFRS financial measures, including Adjusted EBITDA, Adjusted EBITDA Margin. See 'Financial Summary' in this presentation for a definition of Adjusted EBITDA Margin, along with a reconciliation to net profit/(loss) after income tax nearest applicable IFRS measure, for the periods presented. We provide Adjusted EBITDA Margin in addition to, and not as a substitute for, measures of financial performance in accordance with IFRS. There are a number of limitations related to the use of Adjusted EBITDA Margin. For example, other companies, including companies in our industry, calculate Adjusted EBITDA and Adjusted EBITDA Margin differently. The Company believes these measures are important and supplement discussions and analysis of its results of operations and enhances an understanding of its operating performance.

All financial information included in this presentation is denominated in USD and reference USD unless otherwise stated. All timing references in this presentation are to calendar year, unless otherwise specified.

Industry and Statistical Data

This presentation includes industry data, statistical data, estimates and other forecasts that have been obtained from periodic industry publications, third-party studies and surveys, filings with the SEC, companies in our industry, internal company surveys, and our review and analysis of market surveys and industry feedback. Our expectations regarding market and industry data, including growth rates, are subject to change based on our ongoing analysis of prevailing market conditions and, as a result, assumptions based on such expectations may not be reliable in the future. We undertake no obligation to update such figures in the future. These sources, including government and industry sources, including third-party websites. Industry publications generally state that the information contained therein has been obtained from sources that are reliable. Although we believe the industry data to be reliable as of the date of this presentation, information could prove to be inaccurate. Industry data could be wrong because of the methods used to obtain their data and because information cannot always be verified with complete accuracy to the limits on the availability and reliability of raw data, the voluntary nature of the data collection process, and other limitations and uncertainties. In addition, we do not know all of the sources that were used in preparing the forecasts or growth that were used in preparing the forecasts. Further, certain financial measures and statistical information included in this document have been subject to rounding adjustments. Accordingly, the sum of certain figures may not conform to the expressed total.

Who is Iris Energy?

A leading owner and operator of highly efficient proprietary Bitcoin mining data centers

6.0 EH/s of expected capacity, powered by 100% renewable energy

We believe:

1. Bitcoin is here to stay
 2. Bitcoin mining can support the energy transition
 3. Bitcoin mining can be done better
-

We have been doing it the right way

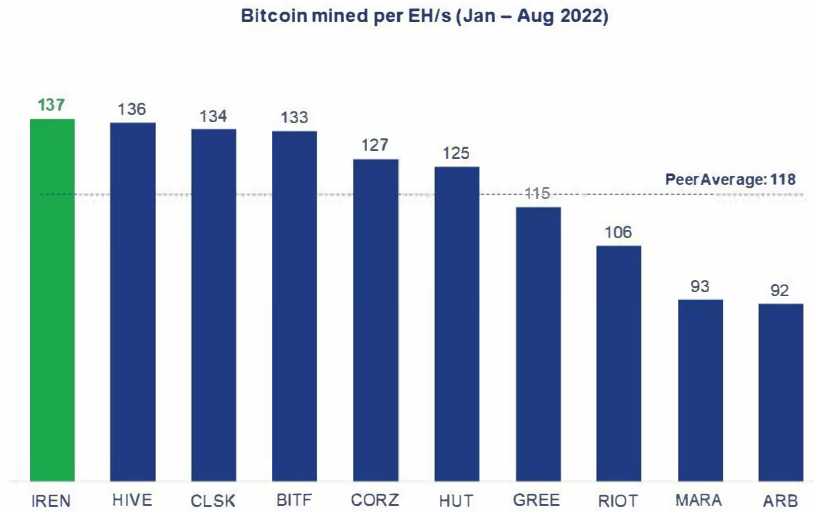


Non-HODL strategy	✓ 75% higher realized price ¹
Proven execution	✓ Delivered all projects on schedule
Highest efficiency	✓ 16% more Bitcoin mined per EH/s than peers ²
Strong balance sheet	✓ \$110m cash ³ , no corporate debt ³ and 6.0 EH/s of miners ⁴
Low operating costs	✓ \$7.9k electricity cost per Bitcoin mined ⁵

¹ Irs Energy FY22 (July 1, 2021 – June 30, 2022) average realized Bitcoin price of \$42,215 compared to average June 2022 Bitcoin price of \$24,182 (calculated using Nasdaq data feed).
² Calculated as the average of monthly Bitcoin mined per EH/s between January 1, 2022 and August 31, 2022 with reference to peer public disclosures. Peer group comprises Bitfarms, Core Scientific, Hut 8, Riot Blockchain, Argo Blockchain, Marathon Digital, Hive Blockchain, Clear.
³ Cash balance as of June 30, 2022. Existing equipment financing is limited recourse financing within wholly owned subsidiaries of the Company.
⁴ Irs Energy has 2.3 EH/s operating capacity and an additional 1.4 EH/s in commissioning phase. As announced on August 1, 2022, Irs Energy has reached agreement with Bitmain Technologies Limited to ship an additional 1.7 EH/s of contracted S19j Pro miners.
⁵ Reflects Irs Energy's electricity costs per Bitcoin mined in FY22. Excludes all other expenses, overheads and fees.

Industry leading data centers

16% more Bitcoin mined per EH/s compared to peer average



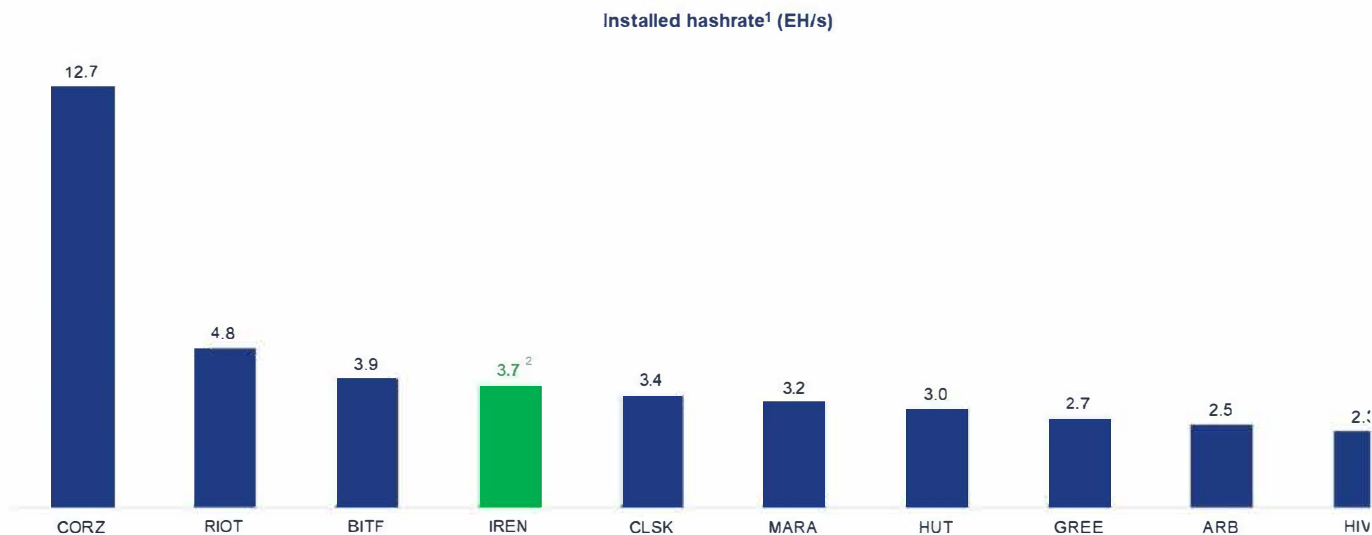
Source: Available peer public disclosures as of September 9, 2022. Calculated as the average of monthly Bitcoin mined per EH/s between January 1, 2022 and August 31, 2022. Bitcoin mined per EH/s for peers calculated as Bitcoin mined for the relevant month divided by the average of the reported hashrate for the corresponding month and the immediately preceding month.



+16

- H
- pr
- de
- N
- co
- wi
- M
- th
- (-
- (1

IREN: Leading Nasdaq-listed Bitcoin miner



Source: Available peer public disclosures as of September 9, 2022.

1) Installed hashrate as of August 31, 2022.

2) 2.3 EH/s operating capacity and an additional 1.4 EH/s in commissioning phase.

Track record of delivery, near-term growth pathway

Projects continue to be commissioned on schedule



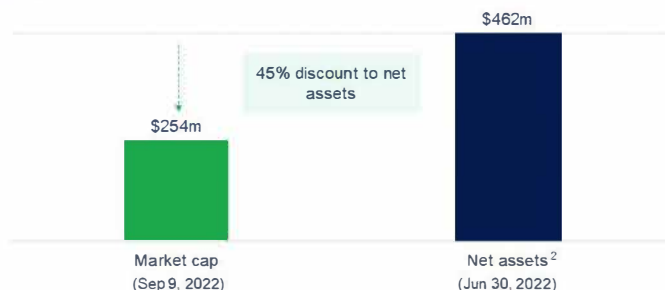
1) 2.3 EH/s operating capacity and an additional 1.4 EH/s in commissioning phase.

Balance sheet and mining profitability

Balance sheet (as of June 30, 2022)

- o \$110m cash, no corporate debt¹
- o \$462m net assets²
- o ~\$76m net cash spend anticipated to fully fund 6.0 EH/s of operating capacity³

IREN equity value



Mining profitability potential

	Illustrative annualized revenue mining profit (6.0 EH/s) ⁴		
Bitcoin Price	\$15,000	\$20,000	\$25,000
Net Revenue ⁵	\$135m	\$180m	\$225m
Mining Profit ⁵	\$55m	\$100m	\$145m

Assuming 6.0 EH/s of hardware is fully operational

Assumptions

- * Global hashrate (implied by network difficulty) of ~222 EH/s, transaction fees of ~pool fees of 0.5% of mining rewards and mining hardware operates at 100% uptime
- * Note: illustrative mining profit excludes all other expenses, overheads and electricity costs and mining pool fees

1) Existing equipment financing is limited recourse financing within wholly owned subsidiaries of the Company

2) Net assets = \$570m total assets less \$108m total borrowings as of June 30, 2022

3) Indicative estimated net cash spend to fund miners and infrastructure required to reach 6.0 EH/s of operating capacity (as of June 30, 2022). Net cash spend comprises expected remaining capex net of anticipated sales tax and connection deposit refunds

4) Please see the Coinwarz Bitcoin Mining Calculator (<https://www.coinwarz.com/mining/bitcoin/calculator>). Inputs for 6.0 EH/s, 6,000 PH/s (hashrate), 190MW (power consumption) and \$0.048/kWh (electricity costs) – prefiled link here. Note electricity cost assumption is based on Texas is a deregulated power market, future electricity costs for Texas are currently unknown and are expected to be influenced by, amongst other things, prevailing market prices around the time of commissioning

5) Illustrative net revenue = illustrative gross revenue less assumed mining pool fees. Illustrative mining profit = illustrative net revenue less assumed electricity costs

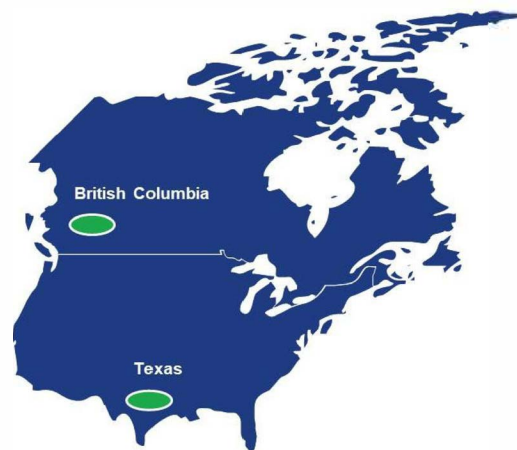
6) The illustrative outputs assume nameplate hashrate is fully installed and operating today using the above assumptions. These assumptions are likely to be different in the future and users should input their own assumptions

THE ABOVE INFORMATION IS FOR GENERAL INFORMATION PURPOSES ONLY. THE NET REVENUE AND MINING PROFIT OUTPUTS ARE FOR ILLUSTRATIVE PURPOSES ONLY AND SHOULD NOT BE CONSIDERED PROJECTIONS OF IRIS ENERGY'S OPERATING REVENUE AND MINING PROFIT OUTPUTS ARE BASED ON IMPORTANT ASSUMPTIONS AND HISTORICAL INFORMATION, INCLUDING INFORMATION AND CALCULATIONS FROM THIRD PARTY SOURCES (INCLUDING WEBSITES). WE HAVE NOT INDEPENDENTLY VERIFIED THE INFORMATION AND CALCULATIONS, AND SUCH INFORMATION AND CALCULATIONS ARE SUBJECT TO IMPORTANT LIMITATIONS AND COULD PROVE TO BE INACCURATE. THE ILLUSTRATIVE NET REVENUE AND MINING PROFIT OUTPUTS ARE BASED ON HISTORICAL DATA WHICH MAY OR MAY NOT MATERIALIZE IN THE FUTURE – ACCORDINGLY, THERE IS NO ASSURANCE THAT ANY ILLUSTRATIVE OUTPUTS WILL BE ACHIEVED WITHIN THE TIMEFRAMES PRESENTED OR AT ALL OR THAT MINING HARDWARE WILL OPERATE AT 100% UPTIME. THIS PRESENTATION SHOULD BE READ STRICTLY IN CONJUNCTION WITH THE FORWARD-LOOKING STATEMENTS DISCLAIMER ON PAGE 2.

Building multi-decade, institutional-grade infrastructure

6.0 EH/s operating capacity, 4.7 EH/s by Q4 2022

Site Overview	Capacity (MW)	Miners (EH/s) ¹	Timing	Status
Canal Flats (BC, Canada)	30	0.8	Complete	Operating
Mackenzie (BC, Canada)	50	1.5	Complete	Operating
	30	1.0 ²	Q4 2022	Under construction
Prince George (BC, Canada)	50	1.4	Q3 2022	Commissioning
Sub-total	160	4.7	Q4 2022	
Childress (Texas, US)	40	1.3	2023	Under construction
Total	200	6.0	2023	



- Average "all-in" power price in BC of ~\$0.048/kWh (regulated price fixed every 12 months)³
- Progressive build out of an initial 40MW development planned at the 600MW Childress site

¹ Approximately 5.9 EH/s of miners expected to be operating, pending deployment, in transit or scheduled to be shipped over the coming month, with the balance scheduled to be shipped during Q4 2022. There can be no assurance that Iris Energy's contracted hardware will become anticipated schedule or at all, and such risks and uncertainties surrounding deployment could delay or prevent Iris Energy from achieving the anticipated hashrate capacity.

² Operating capacity with respect to the final 30MW phase at Mackenzie is expected to increase from 0.6 EH/s to 1.0 EH/s to support 0.4 EH/s of the recently announced 1.7 EH/s of additional Bitmain S19j Pro miners.

³ The average variable cost of electricity for our current operations is approximately C\$0.05096/kWh. In addition, we pay a standing monthly demand charge of approximately C\$6.60/kVA (assuming full load uptime). Average "all-in" power price assumes CAD/USD exchange rate of 2% referral Account Rate Rider (discount) applicable until April 1, 2023.

Experienced Board & management team

Iris Energy's leadership team has delivered >\$25 billion in energy & infrastructure projects



David Bartholomew

Independent Chair

- 30+ years' experience across energy utilities, transportation and industrials
- Former CEO of DUET Group (sold to CKI for \$5bn in 2017)



Daniel Roberts

Co-Founder and Co-CEO

- 15+ years' experience across finance, infrastructure and renewables
- Previously 2nd largest individual shareholder in \$6bn infrastructure fund



Will Roberts

Co-Founder and Co-CEO

- 10+ years' experience across resources, commodities & real assets
- Previously Vice President at Macquarie in Commodities & Global Markets



Chris Guze

Non-Executive Director

- 10+ years' experience in development across capital markets
- Founded Mithra solar PV project



Mike Alfred

Non-Executive Director

- 15+ years' experience as founding CEO, Board member and advisor
- Previously CEO of Digital Assets Data, Inc. (sold to NYDIG in 2020)



Lindsay Ward

President

- 35+ years' experience across infrastructure, energy & resources
- Previously CEO of Palisade Integrated Management Services



Belinda Nucifora

Chief Financial Officer

- 25+ years' experience in CFO & senior finance roles
- Previously CFO of Laser Clinics Australia and Slater & Gordon



Joanna Bragg

General Counsel

- 25+ years' experience in capital markets, corporate law
- Previously General Counsel at Jetstar Airways



David Shaw

Chief Operating Officer

- 30+ years' experience across energy, utilities and resources
- Previously SVP Operations Asia-Pacific East at global engineering firm Wood



Denis Skrinnikoff

Chief Technology Officer

- 15+ years' experience in the cloud & data center service provider space
- Previous senior leadership/ M&A experience with TeraGo and RackForce



Bom Shin

VP – Corporate Finance

- 14+ years' experience across investment banking and corporate law
- Previous experience with RBC, Citi, Highbury and Mallesons



Heather Mitchell

VP – People, Culture & HR

- 15+ years' experience in people across all aspects of HR
- Previous experience in HR at Canadian Pacific



Kent Draper

VP – Project Development

- 15+ years' experience in financing across infrastructure, power and renewables
- Previous experience with First Solar, RBC and Macquarie



Aaron Hawkins

VP – Project Development

- 15+ years' experience in engineering, asset management and project delivery
- Previous experience with First Solar, Black & Veatch and Aurecon



John Juarez

VP – Project Development

- 15+ years' experience in investment banking and financing
- Previously head of financing for public-private partnerships at Macquarie

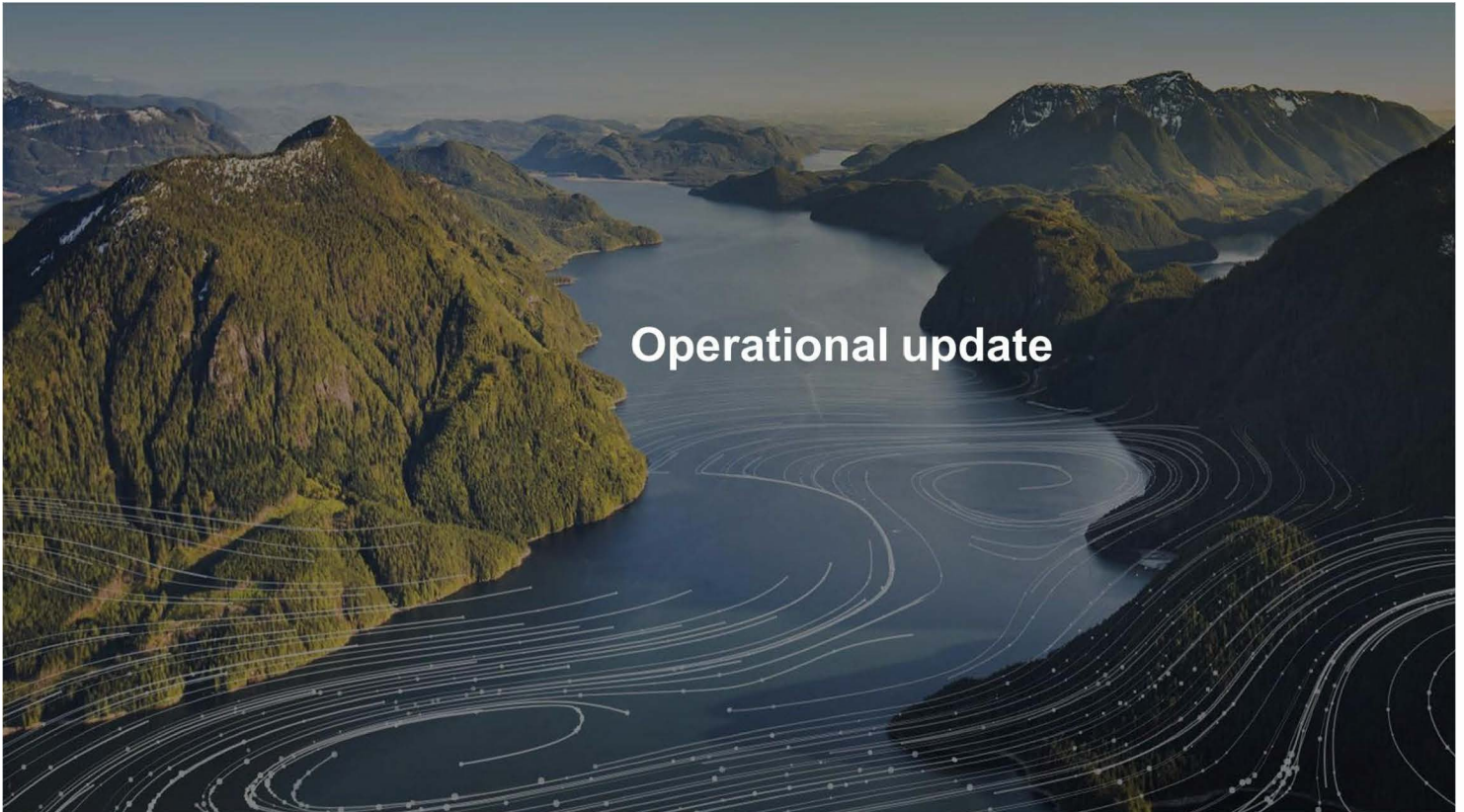
Capitalization structure

Founders, board and key management retain a significant holding in Iris Energy, promoting alignment of interest

Holder	Shares (#m) ¹	Shares (% Total)
Founders, board, key management and employees	13.6	24%
Institutional (identified) ²	16.7	29%
Institutional (unidentified) / retail / other	26.7	47%
Total³	57.0	100%

Notes:

1. Shareholding information provided is indicative and is provided for illustrative purposes only.
 2. Source: Public filings and indicative Company estimates, as of July 31, 2022.
 3. Reflects ordinary shares on issue plus vested options (immediately exercisable or exercisable within 60 days of July 31, 2022).
-



Executorial excellence

- Our team has an impressive track record of success across energy, infrastructure, renewables, finance, digital assets and data centers
- Extensive in-house construction management and operational expertise
- World class engineering and construction partners
- Rapidly expanding operational team in Canada and Texas
- Rolling out standardized proprietary air-cooled data center design



Supply chain management

- Early procurement of long-lead items to de-risk construction
- Leveraging relationships with key suppliers to expedite manufacture and delivery
- Multiple projects allow optimization of standardized equipment delivery
- Constant review of supply chain improvement opportunities by internal logistics team
- Sourcing from multiple manufacturers to reduce single point supply chain exposure



Technology-enabled business

- Real-time monitoring of mining fleet to maximize uptime and efficiency
- In-house development team supported by leading service providers
- Several R&D initiatives underway to further optimize operations



Community initiatives

- Establishing a social license to operate and partnering with local communities is a core focus
- Committed to working with and supporting local First Nations communities
- Recent initiatives include:
 - Community Grants Program for Childress (Texas) and Mackenzie (BC)
 - Donation to Raven's Nest Resort, located on Akisqnuq First Nation land
 - Donation to the Lheidli T'enneh Elder Society's first ever Moccasin Walk
 - Sponsored the Mackenzie, BC 'Spring Exposition' trade fair
 - Sponsored the Mackenzie Mountaineers and Columbia Valley Rockies hockey clubs



'Spring Exposition' trade fair (Mackenzie)



Mackenzie Mountaineers Junior A Hockey Club (Mackenzie)



4th of July kids parade (Childress)



Lheidli T'enneh Elder Society's Moccasin Walk

Canal Flats

British Columbia, Canada

- **Land:** 100% owned
- **Power Source:** 100% renewable energy¹
- **Power Capacity:** 30MW
- **Miners:** 0.8 EH/s
- **Status:** Operating
- **Timing:** Complete
- Onsite fabrication facility supports BC build out
- Center of excellence for research and development

1. Currently approximately 97% from direct renewable energy sources and approximately 3% from the purchase of RECs.

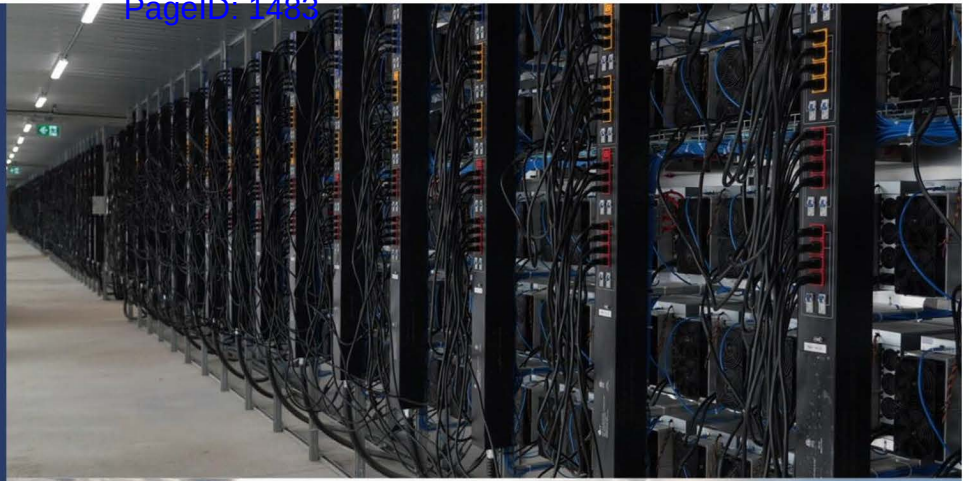


Mackenzie

British Columbia, Canada

- **Land:** 100% owned
- **Power Source:** 100% renewable energy¹
- **Power Capacity:** 80MW
- **Miners:** 2.5 EH/s
- **Status:** 1.5 EH/s (50MW) operating and 1.0 EH/s (30 MW) under construction
- **Expected Timing:** End of Q4 2022

1. Currently approximately 97% from direct renewable energy sources and approximately 3% from the purchase of RECs.



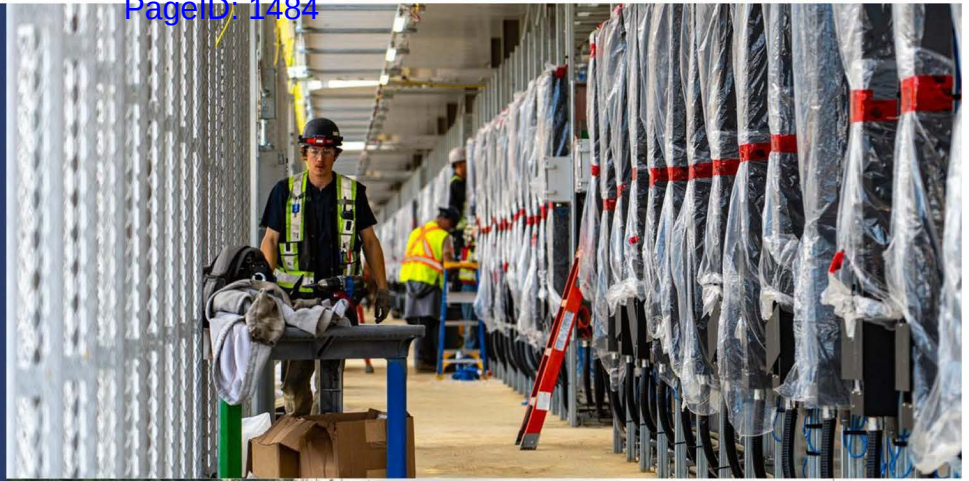
Prince George

British Columbia, Canada

- **Land:** 50-year lease¹
- **Power Source:** 100% renewable energy²
- **Power Capacity:** 50MW
- **Miners:** 1.4 EH/s
- **Status:** Commissioning phase
- **Expected Timing:** September 2022

1. 30-year lease including 2 x 10-year extensions plus option to purchase within first 10 years.

2. Currently expected to be approximately 97% from direct renewable energy sources and approximately 3% from the purchase of RECs.



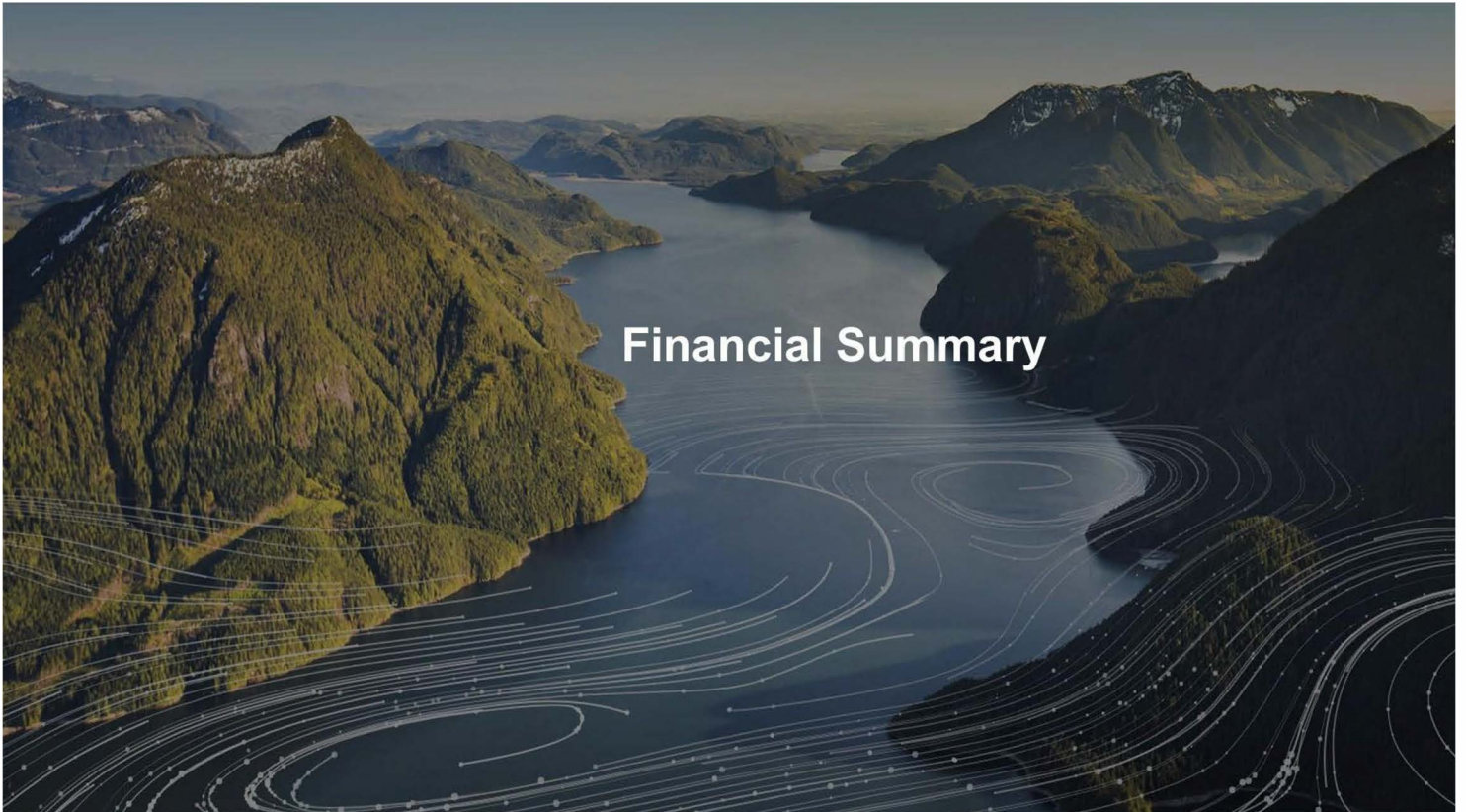
Childress County

Texas, USA

- **Land:** 100% owned
- **Power Source:** Excess/under-utilized renewable energy¹
- **Power Capacity:** 40MW (initial), connection agreement for up to 600MW
- **Miners:** 1.3 EH/s (initial)
- **Status:** Preparatory construction and procurement activities ongoing; purchase orders placed on key long-lead items
- **Expected Timing:** 2023

1. Renewable power source and mix to be confirmed closer to time of commissioning.





FY22 results – strong revenue and earnings growth YoY



¹ Adjusted EBITDA is a non-IFRS measure. Please refer to page 23 for reconciliation to the comparable IFRS measure.

FY22 results – Adjusted EBITDA

US\$'000	Year ended June 30, 2022	Year ended June 30, 2021
Bitcoin mining revenue	59,037	7,898
Electricity and other site costs ¹	(15,583)	(2,855)
Other corporate costs	(17,225)	(3,657)
Adjusted EBITDA	26,229	1,386
Adjusted EBITDA margin	44%	18%
Reconciliation to consolidated statement of profit or loss		
Add/(deduct):		
Other income	12	590
Foreign exchange gains	8,009	2,542
Share-based payments expense – founders ²	(11,442)	(141)
Share-based payments – other ³	(2,454)	(664)
Other expense items ⁴	(4,297)	(443)
EBITDA	16,057	3,270
Fair value loss and interest expense on hybrid financial instruments ⁵	(418,726)	(60,656)
Other finance expense	(6,715)	(519)
Interest income	79	6
Depreciation	(7,741)	(1,252)
Loss before income tax expense	(417,046)	(59,151)
Income tax expense	(2,724)	(1,239)
Loss after income tax expense	(419,770)	(60,390)

Non-cash. Founders primarily relate to \$75 strike options (\$370 - \$1,850 initial share price vesting)

Non-cash mark-to-market of convertible notes converted into equity at IPO

- 1) Electricity and other site costs includes electricity charges, site employee benefits, repairs and maintenance and site utilities.
- 2) Share-based payments expense includes expenses recorded on Founder options, including: (1) Founder price target options (Executive Director Liquidity and Price Target Options) that vested on IPO during the quarter ended December 31, 2021. No further expense will be recorded on these options. (2) Founder long-term options (Executive Director Long-term Target Options) which were granted in September 2021 in connection with the IPO. These long-term options are currently "out of the money" with an exercise price of \$75 and initial share price of \$370, \$650, \$925 and \$1,850 for each tranche granted. See note 31 of the consolidated financial statements for further information.
- 3) Share-based payments expense includes expense recorded in relation to incentives issued under the Employee Share Plans, Employee Option Plan and Non-Executive Director Option Plan.
- 4) Other expense items includes expenses incurred relating to the IPO and the exploration of multiple financing options that did not proceed due to current market conditions and available financing terms.
- 5) Includes fair value losses recorded on SAFE, convertible notes and associated embedded derivatives that were converted into ordinary shares upon the Group's listing on the Nasdaq. The net fair value losses recorded on these instruments represents the movement in the fair value of these instruments to the IPO listing price of \$28. All of these instruments converted to ordinary shares on November 16, 2021, the associated fair value gains/(losses) are non-cash movements and do not impact the cash position of the Group. See note 9 of the consolidated financial statements for further information.

The Group uses EBITDA and Adjusted EBITDA as a metric that is useful for assessing its operating performance before the impact of non-cash and other items. EBITDA is net profit or (loss) from operations, as reported in profit and loss, before finance income and expense and amortization. Adjusted EBITDA is EBITDA adjusted for removing certain non-cash and other items, including share-based payment expenses, foreign currency gains/(losses) and one-time transactions.

FY22 results – consolidated statement of profit or loss

US\$'000	Year ended June 30, 2022	Year ended June 30, 2021
Revenue		
Bitcoin mining revenue	59,037	7,898
Other income	12	590
Expenses		
Depreciation	(7,741)	(1,252)
Electricity charges	(10,978)	(2,654)
Employee benefits expense	(7,448)	(2,221)
Share-based payments expense	(13,896)	(805)
Impairment of assets	(167)	(432)
Loss on disposal of assets	-	(202)
Professional fees	(6,807)	(980)
Other operating expenses	(11,705)	(466)
Operating profit/(loss)	307	(524)
Finance expense		
Finance expense	(425,441)	(61,175)
Interest income	79	6
Foreign exchange gain	8,009	2,542
Loss before income tax expense	(417,046)	(59,151)
Income tax expense		
Income tax expense	(2,724)	(1,239)
Loss after income tax expense	(419,770)	(60,390)

Non-cash. Primarily relates to founders' \$75 strike options (\$370 - \$1,850 initial share price vesting)

Primarily non-cash mark-to-market of convertible notes converted into equity at IPO

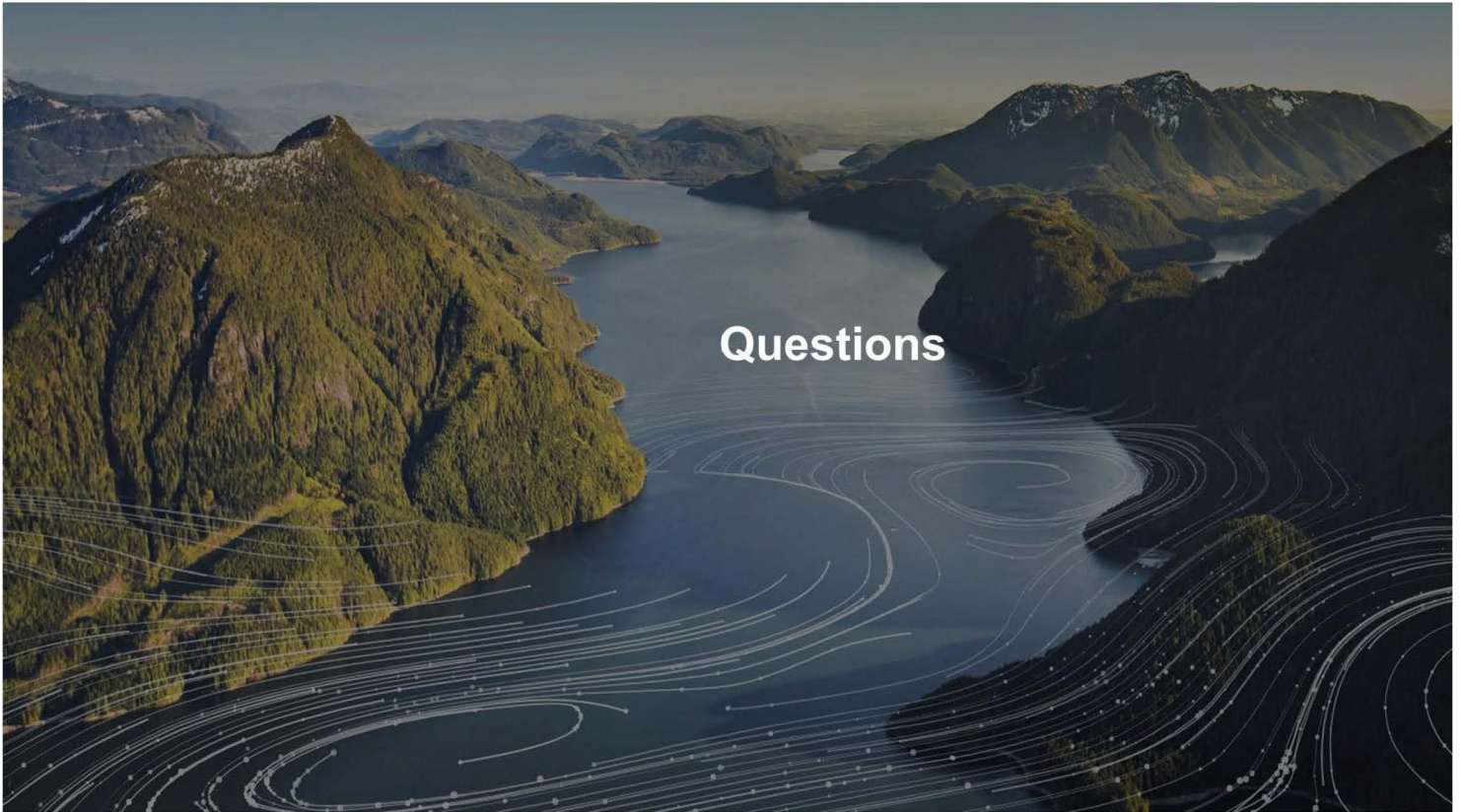
FY22 results – consolidated statement of financial position

US\$'000	As at June 30, 2022	As at June 30, 2021
Assets		
Cash and cash equivalents	109,970	38,990
Other receivables	23,654	793
Prepayments and other assets	26,630	647
Total current assets	160,254	40,430
Property, plant and equipment	247,562	15,935
Right-of-use assets	1,253	1,404
Goodwill	634	659
Deferred tax assets	2,235	911
Mining hardware prepayments	158,184	75,129
Other assets	338	-
Total non-current assets	410,206	94,038
Total assets	570,460	134,468
Liabilities		
Borrowings	60,484	71,983
Embedded derivatives	-	96,721
Income tax	1,204	533
Employee benefits	2,136	109
Trade and other payables	18,813	1,118
Provisions	2,469	-
Total current liabilities	85,106	170,464
Borrowings	47,803	11,840
Deferred tax liabilities	189	1,618
Total non-current liabilities	47,992	13,458
Total liabilities	133,098	183,922
Equity		
Issued Capital	926,581	10,338
Reserves	(6,814)	2,843
Accumulated losses	(482,405)	(62,635)
Total equity	437,362	(49,454)
Total equity and liabilities	570,460	134,468

Primarily non-cash mark-to-market of convertible notes converted into equity at IPO



Questions





Thank You

